## UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF OHIO

DEUTSCHE BANK TRUST COMPANY

AMERICAS, et al. : CASE NO. 1:11 cv 00358-SSB-SKB

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Plaintiffs, : Judge Sandra K. Beckwith

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v. : ANSWER OF DEFENDANTS TRUST

U/W CHARLENE FROST AND

AMERICAN ELECTRIC POWER, et al., : GERTRUDE K. CHISHOLM,

TRUSTEE OF THE TRUST U/W

Defendants. : CHARLENE FROST TO THE

SECOND AMENDED CLASS ACTION

COMPLAINT

:

Defendants identified as Trust u/w Charlene Frost and Gertrude K. Chisholm, Trustee of the Trust u/w Charlene Frost ("Defendants") answer the Second Amended Class Action Complaint (the "Complaint") as set forth below.

- (1) The Complaint makes no allegation against, or reference to, either Defendant except as a "Named Shareholder Defendant." Defendants were not privy to the various events alleged in the Complaint and have no knowledge on which either to admit or deny any allegation made in the complaint, except to state that prior to December 20, 2007 Defendant Trust was a shareholder of the Tribune Company, and that on or about December 20, 2007, the shares it then owned were exchanged, in connection with the transaction that is the apparent subject of the Complaint, for a total payment of approximately the amount listed on the Ohio Amended Exhibit A.
- (2) At the time of the transaction, the shares the Trust owned and gave up in the transaction had a reasonably equivalent value to the amount that the Trust received in the

transaction. There is thus no claim that could be brought against Defendants under Ohio's fraudulent conveyance statute or that of any other jurisdiction.

(3) Even if there were a claim that could be brought against Defendants under Ohio's

fraudulent conveyance statute or that of any other jurisdiction, the amount of any damages would

be reduced, under the relevant statute, by the value given to the Tribune Company for the

transfer. As a result, any such resulting claim would fall well below the jurisdictional threshold

of this Court.

(4) As there is no allegation or reference to Defendants in the Complaint, no further

response by them is necessary or appropriate. However, Defendants deny any implied or

intended assertion that it was a party to any fraudulent transfer alleged in the Complaint.

**Affirmative Defenses** 

(5) The Complaint fails to state a claim against Defendants.

(6) Any claim against Defendants is barred by the applicable statute of limitations.

WHEREFORE, Defendants respectfully request that they be dismissed as parties to this

action, and that they recover their costs.

Respectfully submitted,

/s/ william stuart dornette

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the Trust u/w Charlene Frost.

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**CERTIFICATE OF SERVICE** 

The foregoing has been filed electronically. Notice of this filing will be sent by operation

of the Court's electronic filing system to all parties indicated on the electronic record. Parties

may access this filing through the Court's electronic system.

Dated: December 27, 2011 /s/ william stuart dornette

W. Stuart Dornette

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